

TORONTO STOCK EXCHANGE

FILING STATEMENT No. 778.
FILED, JULY 19th, 1962.

S. K. D. MANUFACTURING CO. LIMITED

Full corporate name of Company

Incorporated under the laws of the Province of Ontario by Letters Patent dated 9 February, 1942 and Supplementary Letters Patent dated 3 March, 1948 and 2 November, 1955
Particulars of Incorporation (e.g., Incorporated under Part IV of the Corporations Act, 1953 (Ontario) by Letters Patent dated May 1st, 1957).

FILING STATEMENT

Reference is made to previous
Filing Statement No. 478.

(To be filed with respect to any material change in a company's affairs, including among other things, an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	(a) Change in directors and officers; (b) Change in shareholdings materially affecting control; (c) Granting of option on shares to President and General Manager.
2. Head office address and any other office address.	St. Arnaud Street, P.O. Box 370, Amherstburg, Ontario
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	<p>President & Director & General Manager - Gordon J. Knight, 310 Laird Ave., Amherstburg, Ontario, Executive, Director, S.K.D. Manufacturing Co. Ltd.</p> <p>Vice-President & Director - Max Isaacs, 2380 St. Louis St., St. Laurent, Montreal, Quebec. Financier, Director, San Antonio Gold Mines Ltd., Director, Gwillim Lake Gold Mines Ltd.</p> <p>Director - Dr. Stephen P. Retz, 4960 Roslyn Avenue, Montreal, Quebec. Director, National Drug and Chemical Co. of Canada Ltd., former Chairman and Managing Director, Clinical and General Industries Ltd., London, England.</p> <p>Director - Walter McGregor, 1177 Devonshire Road, Windsor, Ontario, Barrister & Solicitor.</p> <p>Director - J. Arthur Dupont, 771 Laird Blvd., Mount Royal, Quebec. Partner, Craig, Forget & Co. Ltd., Director, C.J.A.D., Hotel Windsor, Montreal, Quebec.</p> <p>Secretary-Treasurer - D. Allan Roberts, 109 Dalhousie Street, Amherstburg, Ontario. Accountant, Hiram Walkers, National Finance Co., Detroit, and S.K.D. Manufacturing Co. Ltd.</p>
4. Share capitalization showing authorized and issued and outstanding capital.	<p>6% Cumulative Sinking Fund First Preference Shares, par value \$10. each, carrying 25 votes per share, redeemable @ \$10.50 - Authorized 50,000; Issued 26,280</p> <p>6 1/2% Cumulative Participating Second Preference Shares, par value \$20. each, redeemable @ \$21.00 - Authorized 8,184; Issued 7,798</p> <p>300,000 authorized common shares without par value - Issued 214,600.</p>
5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.	<p>5 1/2% First Mortgage Sinking Fund Bonds due 1 December, 1975 - Authorized \$500,000.00. Originally issued \$300,000.00; now outstanding \$236,000.00</p> <p>5 1/2% General Mortgage Sinking Fund Bonds due 1 December, 1980 - Authorized \$500,000.00. Originally issued \$350,000.00; now outstanding \$295,500.00</p> <p>6% Sinking Fund Debentures due 1 December, 1985. Originally issued \$178,955.00; now outstanding \$142,955.00.</p>
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	<p>On 16th February, 1962, following the Annual Meeting of Shareholders of the Company, Gordon J. Knight was elected President of the Company and by agreement of the same date was appointed General Manager for a period of five years. Pursuant to the agreement and a subsequent agreement, and subject to the approval of the shareholders of the Company at the next Annual Meeting, Gordon J. Knight was granted an option to purchase 25,000 common shares of the Company at the following times and for the following prices: All or any part of 5,000 shares at a discount of 10% of the current market price of the shares quoted on the Toronto Stock Exchange on the date the Toronto Stock Exchange gives its approval to this option agreement (which price is hereinafter referred to as "the price" and which date is hereinafter referred to as "the approval date") exercisable within one year of the approval date; all or any part of a further 5,000 shares at the price plus 25% exercisable within two years of the approval date; all or any part of a further 5,000 shares at the price plus 50% exercisable within three years of the approval date; all or any part of a further 5,000 shares at the price plus 75% exercisable within four years of the approval date; all or any part of a further 5,000 shares at the price plus \$1.00 exercisable within five years of the approval date. The agreement further provides that if the approval of the shareholders is not secured as aforesaid, the total number of shares under option shall be reduced from 25,000 to 10,000 shares and the number of each option instalment of shares shall be reduced from 5,000 to 2,000 shares.</p>
7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	None, other than Gordon J. Knight
8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	None
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	The Company plans to endeavour to obtain more automotive business in Canada and from foreign sources and also to diversify by attempting to acquire control of other profit making companies.

FINANCIAL STATEMENTS

S. K. D. MANUFACTURING CO. LIMITED.

INTERIM BALANCE SHEET AS AT MAY 31, 1962

ASSETS

CURRENT ASSETS:-

Cash		\$ 4,409
Short Term Investments		-
Accounts Receivable		351,563

INVENTORIES:-

Raw Materials	\$ 246,491	
Work In Process	107,814	
Finished Goods	53,280	
Supplies)	
Deposits & Prepaid Expenses)	56,927	
		\$ 464,512

Less Allowance For Inventory Variation	* 14,460	450,052
		\$ 806,024

Cash at Bank For Redemption Of Debenture Coupons		21,455
Investments In Other Companies		17,022

FIXED ASSETS:-

Land		\$ 15,800
Buildings	\$ 419,424	
Machinery & Equipment	1,149,905	
Office Furniture & Equipment	39,364	
Automobiles	42,228	
Equipment Under Construction	6,575	
		1,657,496
		1,673,296
Less Allowance For Depreciation		849,501
		823,795

OTHER ASSETS:-

Sinking Fund Cash	\$ 1,976	
Unamortized Bond Discount	38,348	
Goodwill	9,000	49,324
		\$ 1,717,620

* Allowance For Estimated Tool & Die Losses	\$ 6,460	
Allowance For Estimated Inventory Losses	8,000	
		\$14,460

LIABILITIES AND CAPITAL

CURRENT LIABILITIES:-

Bank Loans and Overdraft	\$ 50,184
Accounts Payable - Trade	175,542
Sundry Liabilities and Accrued Expenses	72,634
Liability to Customers For Containers	60,209
Estimated Liability For Income Tax	52,051
Dividends Declared	-

\$ 410,620

LONG TERM DEBT:-

5½% First Mortgage Bonds Due Dec. 1, 1975	\$ 236,000	
5½% General Mortgage Bonds Due Dec. 1, 1980	295,500	
6% Debentures Due Dec. 1, 1985	142,955	674,455

CAPITAL AND SURPLUS:-

CAPITAL STOCK:-

6% First Preference Shares, par value \$10.	\$ 262,800	
6½% Second Preference Shares, par value \$20.	155,960	
Common Shares, no par value	21,460	440,220

SURPLUS:-

Contributed Surplus	\$ 16,432	
Sinking Fund Reserve	11,368	
Earned Surplus - Balance	\$ 114,444	
Net Profit Year To Date	70,504	
	\$ 184,948	
Dividends	20,423	164,525
		192,325

\$1,717,620

James Isaac..... DIRECTOR
Lordonplough..... DIRECTOR

Amherstburg, Ontario
 June 21, 1962

S. K. D. MANUFACTURING CO. LIMITED.
AMHERSTBURG, ONTARIO.

INTERIM - STATEMENT OF SOURCE AND APPLICATION OF FUNDS
FOR THE 8 MONTHS ENDED MAY 31, 1962.

SOURCE OF FUNDS:-

Net Profit	\$ 70,504	
Depreciation Charged	87,134	
Bond Discount Amortized	2,526	
		\$ 160,164
Fixed Assets Sold - Machinery & Equipment		38,105
Gain On Purchase - Own Preference Shares		370

\$ 198,639

APPLICATION OF FUNDS:-

Purchases - Uncompleted Projects	\$ 5,416	
Machinery & Equipment	64,292	
Automobiles & Plant Vehicles	4,468	
Building Additions	1,188	
		\$ 75,364

Dividends Paid 20,423

Purchase of Sinking Fund Preference Shares 37,670

Purchase of Sinking (Bal. Bonds - 22,500)
Fund Bonds (Req. Debs. - 6,000) 19,882

Date required: Debs. - Dec. 1, 1962
Bonds - May 1, 1963 \$ 153,339

Net Increase In Funds \$ 45,300

WORKING CAPITAL

Balance at October 1, 1961	\$ 371,559
Balance at May 31, 1962	\$ 416,859
INCREASE or (DECREASE)	\$ 45,300

W. J. Isom.....DIRECTOR
Gordon Wright.....DIRECTOR

Amherstburg, Ontario
June 21, 1962.

S.K.D. *Manufacturing Co., Ltd.*

MANUFACTURERS OF METAL STAMPINGS AND ASSEMBLIES

AMHERSTBURG, ONTARIO

July 12, 1962

Toronto Stock Exchange,
234 Bay Street,
TORONTO, Ontario.

Dear Sirs:

We hereby certify that there has been no material change in the affairs of the Company since the date of the Interim Balance Sheet, 31st May, 1962.

Yours very truly,

S. K. D. MANUFACTURING CO., LIMITED.

Gordon Wright.....DIRECTOR.
D. Allan Roberts.....DIRECTOR.

10. Brief statement of company's chief development work during past year.	The Company increased the capacities of its punch press and toolroom department through the acquisition of new equipment																								
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	N/A																								
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	N/A																								
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	Pursuant to an agreement dated 22 Feb. 1960, G. Eric Denison, 508 Laird Ave. Amherstburg, Ont. and Gordon J. Knight, Laird Ave. Amherstburg, Ont. as the owners of 12,010 and 7,100 first preference shares respectively deposited such shares with Canada Trust Company, Windsor, Ont. and agreed each with the other to give a first right of refusal on the purchase of such shares. The agreement expires 22 February, 1965.																								
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	G. Eric Denison, 508 Laird Ave. Amherstburg, Ont. 12,010 1st Pref. Shares Gordon J. Knight, Laird Ave. Amherstburg, Ont. 7,100 1st Pref. Shares																								
15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	The five largest holders of preference shares are: G. Eric Dennison, 12,010 412 1/2 Laird Ave. Amherstburg, Ont. (Pooled) Gordon J. Knight, 7,100 P.O. Box 309, Amherstburg, Ont. (Pooled) * Graham & Co., Rm. 702, 925 437 St. James St. W., Montreal, Que. * Craig, Forget & Co. Ltd. 800 204 Notre Dame St. W., Montreal, Que. * Baker, Weeks & Co., 300 635 Dorchester Blvd. W. Montreal, Que. The five largest holders of common shares are: * Bache & Co., 360 Bay St. Toronto, Ont. 41,810 * Forget & Forget, 35,577 51 St. James St. W., Montreal, Que. * Jackson McFadyen Securities Ltd., 13,043 455 Craig St. W., Montreal, Que. * Thomson Kernaghan & Co. Ltd. 12,100 67 Richmond St. W. Toronto, Ont. * Craig, Forget & Co. Ltd., 12,013 204 Notre Dame St. W., Montreal, Que. * The majority of the shares registered in the names of these stock brokers are beneficially owned or controlled by Max Isaacs, a director and Vice-President of the Company.																								
16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	Gordon J. Knight and Max Isaacs own or control sufficient shares if voted together to materially affect control of the Company.																								
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	<table><thead><tr><th></th><th>Cost Value</th><th>Market Value</th></tr></thead><tbody><tr><td>Consolidated Glass Industries Ltd.</td><td></td><td></td></tr><tr><td>428 shares 6% preferred and 856 shares common</td><td>\$32,688.00</td><td>\$ 4,494.00</td></tr><tr><td>Geo. H. Hees Company Limited</td><td></td><td></td></tr><tr><td>100 shares 6% Redeemable first preferred</td><td>8,396.00</td><td>no bid</td></tr><tr><td>Universal Cooler Co. Ltd.</td><td></td><td></td></tr><tr><td>3,750 shares "B" Preferred and 750 common</td><td>27,938.00</td><td>1,875.00</td></tr><tr><td></td><td>\$69,022.00</td><td>\$ 6,369.00</td></tr></tbody></table>		Cost Value	Market Value	Consolidated Glass Industries Ltd.			428 shares 6% preferred and 856 shares common	\$32,688.00	\$ 4,494.00	Geo. H. Hees Company Limited			100 shares 6% Redeemable first preferred	8,396.00	no bid	Universal Cooler Co. Ltd.			3,750 shares "B" Preferred and 750 common	27,938.00	1,875.00		\$69,022.00	\$ 6,369.00
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3,750 shares "B" Preferred and 750 common	27,938.00	1,875.00																							
	\$69,022.00	\$ 6,369.00																							
18. Brief statement of any lawsuits pending or in process against company or its properties.	There are no law suits pending or in process against the Company or its properties																								
19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	None, except the option agreement and employment contract with Gordon J. Knight mentioned in paragraph 6 hereof and an employment contract with Max Isaacs, the Vice-President of the Company, and the usual contracts entered into in the general course of business.																								
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	None. The shares of the Company are not in the course of primary distribution to the public																								

CERTIFICATE OF THE COMPANY

DATED 28th June, 1962

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

S.K.D. MANUFACTURING CO. LIMITED
CORPORATE SEAL

"D.A. Roberts"

"G.J. Knight"

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

TORONTO STOCK EXCHANGE

FILING STATEMENT No. 889.
FILED, FEBRUARY 21st. 1963.

S. K. D. MANUFACTURING CO., LIMITED

Full corporate name of Company
Incorporated under the laws of the Province of Ontario by letters patent dated 9 February, 1942, and supplementary letters dated 3 March, 1948, 2 November, 1955, Particulars of incorporation (e.g., Incorporated under Part IV of the Corporations Act, 1953 and 3, November, 1955. (Ontario) by Letters Patent dated May 1st, 1957).

FILING STATEMENT

Reference is made to previous
Filing Statement No. 778 and Amending
Filing Statement No. 92.

(To be filed with respect to any material change in a company's affairs, including among other things, an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	(a) Issuance of \$200,000.00 Principal Amount S.K.D. Manufacturing Co. Limited 5½% First Mortgage Sinking Fund Bonds and 50,000 Common Shares. (b) Granting of option on shares to: Gordon J. Knight - President & Director & General Manager D. Allan Roberts - Secretary-Treasurer Henry O. Horn - Plant Superintendent
2. Head office address and any other office address.	St. Arnaud Street, P. O. Box 370, Amherstburg, Ontario
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	President & Director - Gordon J. Knight, 310 Laird Ave., Amherstburg, Ontario. Executive, Director, S.K.D. Manufacturing Co., Limited. & General Manager Vice-President - Walter L. McGregor, 1177 Devonshire Road, Windsor, Ontario, Barrister & Solicitor. & Director Director - J. Arthur Dupont, 771 Laird Blvd., Mount Royal, Quebec. Stock Broker. Director - John C. Stodgell, 46 Lawrence Crescent, Toronto, Ontario. Investment Dealer. Director - William T. Grant, 1165 Devonshire Rd., Windsor, Ontario. Insurance Executive. Secretary-Treasurer - D. Allan Roberts, 109 Dalhousie Street, Amherstburg, Ontario. Accountant, S.K.D. Manufacturing Co., Limited.
4. Share capitalization showing authorized and issued and outstanding capital.	6% Cumulative Sinking Fund First Preference Shares, Par Value \$10. Each Carrying 25 Votes Per Share, Redeemable @ \$10.50 - Authorized 50,000; Originally Issued 30,690; Now Outstanding 24,180. 6½% Cumulative Participating Second Preference Shares, Par Value \$20. Each Redeemable @ \$21.00 - Authorized 8184; Outstanding 7613. 300,000 Authorized Common Shares N.P.V. - Original Issue 214,600; New Issue 50,000; Now Outstanding 264,600 after 50,000 issue.
5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.	5½% First Mortgage Sinking Fund Bonds due 1 December, 1975 - authorized \$500,000.00. Original issue \$300,000.00; new issue \$200,000.00; new outstanding \$436,000.00 after \$200,000.00 issue. 5½% General Mortgage Sinking Fund Bonds due 1 December, 1980 - authorized \$500,000.00. Original issue \$350,000.00; now outstanding \$287,000.00 6% Sinking Fund Debentures due 1 December, 1958 - Original issue \$178,955. now outstanding \$136,955.00.
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	On 6th February, 1963 the Board of Directors approved, subject to the acceptance of The Toronto Stock Exchange, the sale to an investing corporation through Walwyn, Stodgell & Co. Limited as Agent, \$200,000 principal amount 5½% First Mortgage Sinking Fund bonds and 50,000 common shares for a total consideration of \$300,000. In addition, the Board granted options to the following management personnel:- Gordon J. Knight 5,000 shares; D. Allan Roberts 2,000 shares; Henry O. Horn 2,000 shares. All or any part each of 20% of the above quantities at a discount of 15% of the current market price of the shares quoted on The Toronto Stock Exchange on the date the Toronto Stock Exchange gives its approval to this option agreement (which price is hereinafter referred to as "the price" and which date is hereinafter referred to as "the approval date") exercisable within one year of the approval date; all or any part each of a further 20% of the above quantities at the price exercisable within each of the succeeding four years of the approval date.
7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	Gordon J. Knight - 310 Laird Ave., Amherstburg, Ontario (management option) D. Allan Roberts - 109 Dalhousie Street, Amherstburg, Ontario " " Henry O. Horn - Victoria Avenue, Amherstburg, Ontario " " Walwyn, Stodgell & Co. Limited - Commission on sale of securities. John C. Stodgell, a director of S.K.D. Manufacturing Co. Limited, is an officer and director of Walwyn, Stodgell & Co. Limited.
8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	\$12,000.00 Cash Commission.
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	Proceeds of sale of securities to finance purchase of three new 600 ton presses, plus ancilliary equipment, plus a plant addition of approximately 12,000 square feet.

FINANCIAL STATEMENTS

S. K. D. MANUFACTURING CO., LIMITED

INTERIM BALANCE SHEET AT DECEMBER 31, 1962

ASSETS

CURRENT ASSETS:

Cash		\$ 10,222
Short Term Investments		-
Accounts Receivable		410,081
Inventories		
Raw Materials	\$ 322,277	
Work in Process	142,593	
Finished Goods	27,066	
Supplies, Deposits, etc.	55,111	
	547,047	
*Less Inventory Allowances	3,929	543,118
		963,421
Investments in other Companies		17,022

FIXED ASSETS:

Land	15,800	
Buildings	419,424	
Machinery & Equipment	1,190,930	
Office Equipment	41,535	
Automobiles & Plant		
Equipment	38,382	
Uncompleted Projects	127,430	
	1,833,501	
Less Accumulated Depreciation	902,495	931,006
		1,911,449

OTHER ASSETS:

Sinking Fund Cash		1,976
Unamortized Bond Discount		36,545
Goodwill		9,000
		\$ 1,958,970
*Allowance for Estimated Steel Shortages	\$ 1,500	
Allowance for Estimated Tool & Die Losses	2,429	
	\$ 3,929	

LIABILITIES AND CAPITAL

CURRENT LIABILITIES:

Bank Loans and Overdraft	\$ 194,574
Accounts Payable - Trade	287,949
Sundry Liabilities	70,294
Container Liability	75,279
Estimated Liability for Income Taxes	47,951
Current Portion L/T Debt	13,300
	\$ 689,347

LONG TERM DEBT:

5½% F.M. Bonds, Due Dec. 1, 1975	236,000
5½% G.M. Bonds, Due Dec. 1, 1980	292,000
6% Debentures, Due Dec. 1, 1985	142,955
	\$ 670,955
Less Current Portion L/T Debt	24,300
	\$ 646,655

CAPITAL STOCK:

6% First Preference Shares \$10 p.v.	241,800
6½% Second Preference Shares \$20 p.v.	152,260
Common Shares, N.P.V.	21,460
	\$ 415,520

SURPLUS:

Contributed Surplus	\$ 16,831
Sinking Fund Reserve	14,993
Earned Surplus - Bal.	173,439
Net profit to date	14,197
	\$219,460
Less Dividends Paid	12,012
	207,448
	\$ 1,958,970

London Wright
 DIRECTOR
W. E. Ryan
 DIRECTOR

S. K. D. MANUFACTURING CO., LIMITED

INTERIM SOURCE AND APPLICATION OF FUNDS STATEMENT
FOR THE THREE MONTHS ENDED DECEMBER 31st, 1962

SOURCE OF FUNDS:

Net Profit	\$	14,197	
Depreciation Charged		37,789	
Bond Discount Amortized		900	
Net Fixed Assets Sold		3,161	
		-----	\$ 56,047

APPLICATION OF FUNDS:

Purchases - Uncompleted Projects	\$	94,069	
Dividends Paid		12,012	
		-----	106,081
Net decrease in funds....			\$ 50,034
			=====

Signed on behalf of the Board by:

W. L. McGregor ----- *W. L. McGregor* Director

Gordon J. Knight ----- *Gordon J. Knight* Director

Amherstburg, Ontario
February 14, 1963

S.K.D. *Manufacturing Co., Ltd.*
MAKERS OF FINE QUALITY STAMPINGS, ASSEMBLIES, TOOLS AND DIES

736-2141

AMHERSTBURG, ONTARIO

February 14, 1963

The Toronto Stock Exchange,
234 Bay Street,
TORONTO, Ontario.

Dear Sirs:

We hereby certify that there has been no material change in the affairs of the Company since the date of the interim Balance Sheet, December 31st, 1962.

Yours very truly,

S. K. D. MANUFACTURING CO., LIMITED

Gordon J. Knight

DIRECTOR

W. L. McGregor

DIRECTOR



10. Brief statement of company's chief development work during past year.	The Company increased its productive capacities through a plant extension and the acquisition of various pieces of equipment.																																				
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	N/A																																				
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	N/A																																				
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	None																																				
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	N/A																																				
15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	<p>The five largest holders of Preference Shares are:-</p> <table><tr><td>Walter L. McGregor, 1177 Devonshire Rd., Windsor, Ontario</td><td>-</td><td>12,095</td></tr><tr><td>Gordon J. Knight, 310 Laird Ave., Amherstburg, Ontario</td><td>-</td><td>7,100</td></tr><tr><td>Forget & Forget, 51 St. James St. W., Montreal, Quebec.</td><td>-</td><td>650</td></tr><tr><td>Mabel Dunston - c/o National Trust Co., 20 King Street E., Toronto, Ontario.</td><td>-</td><td>200</td></tr><tr><td>Charles G. Morris - Bowmanville, Ontario</td><td>-</td><td>200</td></tr><tr><td>Max Isaacs - 2380 St. Louis St., St. Laurent, Quebec</td><td>-</td><td>200</td></tr><tr><td>John C. Taylor - Port Perry, Ontario</td><td>-</td><td>200</td></tr></table> <p>The Preference Shares registered in the names of Walter L. McGregor and Gordon J. Knight are beneficially owned. The beneficial owners of the shares held in the name of Forget & Forget are not known. The Company assumes that the shares held in the names of the remaining preference shareholders are beneficially owned, but cannot be certain that this is so.</p> <p>The five largest holders of Common Shares are:-</p> <table><tr><td>Bache & Company, 360 Bay Street, Toronto, Ontario</td><td>-</td><td>71,004</td></tr><tr><td>Forget & Forget, 51 St. James St. W., Montreal, Quebec</td><td>-</td><td>19,607</td></tr><tr><td>Thomson, Kernaghan & Co., Limited, 67 Richmond Street W., Toronto, Ontario.</td><td>-</td><td>12,000</td></tr><tr><td>Watt & Watt Limited, 6-8 Jordan Street, Toronto, Ontario</td><td>-</td><td>8,700</td></tr><tr><td>Craig, Forget & Company, 204 Notre Dame Street W., Montreal, Quebec</td><td>-</td><td>7,288</td></tr></table> <p>The Company is unaware of the beneficial owners of any of the above common shareholdings.</p>	Walter L. McGregor, 1177 Devonshire Rd., Windsor, Ontario	-	12,095	Gordon J. Knight, 310 Laird Ave., Amherstburg, Ontario	-	7,100	Forget & Forget, 51 St. James St. W., Montreal, Quebec.	-	650	Mabel Dunston - c/o National Trust Co., 20 King Street E., Toronto, Ontario.	-	200	Charles G. Morris - Bowmanville, Ontario	-	200	Max Isaacs - 2380 St. Louis St., St. Laurent, Quebec	-	200	John C. Taylor - Port Perry, Ontario	-	200	Bache & Company, 360 Bay Street, Toronto, Ontario	-	71,004	Forget & Forget, 51 St. James St. W., Montreal, Quebec	-	19,607	Thomson, Kernaghan & Co., Limited, 67 Richmond Street W., Toronto, Ontario.	-	12,000	Watt & Watt Limited, 6-8 Jordan Street, Toronto, Ontario	-	8,700	Craig, Forget & Company, 204 Notre Dame Street W., Montreal, Quebec	-	7,288
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16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	Walter L. McGregor and Gordon J. Knight own sufficient Preference Shares if voted together to materially affect control of the Company.																																				
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	<table><tr><td>Consolidated Glass Industries Ltd.</td><td>COST VALUE</td><td>MARKET VALUE</td></tr><tr><td>428 shares 6% preferred and 856 shares common</td><td>\$ 32,688.00</td><td>\$ 4,494.00</td></tr><tr><td>Geo. H. Hees Company Limited</td><td></td><td></td></tr><tr><td>100 shares 6% redeemable first preferred</td><td>8,396.00</td><td>No Bid</td></tr><tr><td>Universal Cooler Co., Ltd.</td><td></td><td></td></tr><tr><td>3,750 shares "B" preferred and 750 common</td><td>27,938.00</td><td>1,875.00</td></tr><tr><td></td><td>\$ 69,022.00</td><td>\$ 6,369.00</td></tr></table>	Consolidated Glass Industries Ltd.	COST VALUE	MARKET VALUE	428 shares 6% preferred and 856 shares common	\$ 32,688.00	\$ 4,494.00	Geo. H. Hees Company Limited			100 shares 6% redeemable first preferred	8,396.00	No Bid	Universal Cooler Co., Ltd.			3,750 shares "B" preferred and 750 common	27,938.00	1,875.00		\$ 69,022.00	\$ 6,369.00															
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18. Brief statement of any lawsuits pending or in process against company or its properties.	There are no law suits pending or in process against the Company or its properties.																																				
19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	None																																				
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	None. The shares of the Company are not in the course of primary distribution to the public.																																				

CERTIFICATE OF THE COMPANY

DATED February 14, 1963

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

"G.J. Knight"

Per: *Gordon J. Knight*

"W.L. McGregor"

W.L. McGregor

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

THE TORONTO STOCK EXCHANGE

FILING STATEMENT NO. 1047.
FILED, FEBRUARY 20th. 1964.

S. K. D. MANUFACTURING CO., LIMITED

Full corporate name of Company
Incorporated under the Laws of the Province of Ontario by Letters Patent dated 9, Feb., 1942, and Supplementary Letters dated 3, March, 1948, 2 November, 1955 and 3, November, 1955.
Particulars of incorporation (e.g., Incorporated under Part IV of the Corporations Act, 1953 (Ontario) by Letters Patent dated May 1st, 1957).

FILING STATEMENT

Reference is made to previous Filing Statement No. 889.

(To be filed with respect to any material change in a company's affairs, including among other things, an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	(a) To increase the number of authorized Common Shares without par value from 300,000 shares to 450,000 shares. (b) To acquire for cancellation the outstanding 24,180, Six Per Cent (6%) Cumulative, Redeemable, Sinking Fund First Preference Shares of the par value of \$10.00 each. (c) To grant option on common shares to Donald B. Dietrich, Sales Mgr.
2. Head office address and any other office address.	St. Arnaud Street, P. O. Box 370 Amherstburg, Ontario
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	Pres. & Director - Gordon J. Knight, 310 Laird Ave., Amherstburg, Ont., Exec. Director, S.K.D. Mfg. Co., Ltd. Vice-Pres. & Director - Walter L. McGregor, 1177 Devonshire Rd., Windsor, Ont., Barrister & Solicitor. Director - J. Arthur Dupont, 771 Laird Blvd., Mount Royal, P. Q., Stock Broker. Director - John C. Stodgell, 46 Lawrence Crescent, Toronto, Ont., Investment Dealer. Director - William T. Grant, 1165 Devonshire Rd., Windsor, Ont., Insurance Executive. Secretary-Treasurer - D. Allan Roberts, 109 Dalhousie Street, Amherstburg, Ontario, Accountant, S.K.D. Mfg. Co., Ltd.
4. Share capitalization showing authorized and issued and outstanding capital.	6% Cumulative, Sinking Fund First Preference Shares, par value \$10.00 each carrying 25 votes per share, redeemable @ \$10.50 - authorized 50,000; originally issued 30,690; now outstanding 24,180. 6½% Cumulative Participating Second Preference Shares, par value \$20.00 each redeemable @ \$21.00 - authorized 8,184; outstanding 7,613. 300,000 authorized Common shares N.P.V. - original issue 214,600; 1963 issue 50,000; now outstanding 264,600.
5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.	5½% First Mortgage Sinking Fund Bonds due 1, December, 1975 - authorized \$500,000. original issue \$300,000.; 1963 issue \$200,000.; now outstanding \$419,000. 5½% General Mortgage Sinking Fund Bonds due 1, December, 1980 - authorized \$500,000. original issue \$350,000.; now outstanding \$280,000. 6% Sinking Fund Debentures due 1, December, 1985 - original issue \$178,955.; now outstanding \$131,000. 9% Money Purchase Mortgages, secured by portion of three 600-ton Verson Allsteel Presses. First mortgage due 9th, August, 1963; second and third due 6, Sept., 1973. Combined total originally \$174,999.99; now outstanding \$170,678.11.
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	On 23rd January, 1964 the Board of Directors authorized the Company to make application to the Lieutenant-Governor of Ontario for Supplementary Letters Patent to increase the authorized Common Share Capital by 150,000 shares. In addition, the Board of Directors also authorized the Company to acquire for cancellation its outstanding Six Per Cent (6%) Cumulative, Redeemable, Sinking Fund First Preference Shares of the par value of ten dollars (\$10.00) each and issue to holders of such shares as consideration therefor, four and one-half (4½) Common Shares without par value of the Company for each First Preferred Share so held. In the event that all First Preference Shares are not acquired in this manner, after thirty days from the date of Notice to the First Preference Shareholders, the remaining shares will be redeemed at the redemption price (\$10.50) in accordance with the terms and conditions attaching to these shares. In addition, the Board of Directors approved the granting to Mr. Donald B. Dietrich an option for the purchase of 750 Common Shares of the Company over a five (5) year period, at a price equal to eighty-five per cent (85%) of the closing market price on the date the Toronto Stock Exchange accepts this option agreement for filing. The Board of Directors had previously approved stock options to the following: Gordon J. Knight - President & Gen. Mgr. - 5,000 shares D. Allan Roberts - Secretary-Treasurer - 2,000 shares Henry O. Horn - Plant Superintendant - 2,000 shares at a price of \$2.76 per share.

7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	Donald B. Dietrich, Queen Street, Amherstburg, Ontario																						
8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	None																						
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	<p>A maximum of 108,810 common shares required to effect acquisition of 24,180 First Preference Shares as outlined in Item # 6 above.</p> <p>750 common shares required for option agreement.</p> <p>Remaining common shares for future general purposes, objects and undertaking of the Company.</p>																						
10. Brief statement of company's chief development work during past year.	A substantial expansion program was undertaken in 1963. A 15,000 square foot plant extension was built to house three new 600-ton punch presses. In addition, a 1,000-ton press was put into operation and considerable press feeding and material handling equipment was purchased.																						
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	N.A.																						
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	N.A.																						
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	None																						
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	N.A.																						
15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	<p>The five largest holders of Preference Shares are:</p> <table> <tr> <td>Walter L. McGregor, 1177 Devonshire Rd., Windsor, Ontario</td> <td>- 12,195</td> </tr> <tr> <td>Gordon J. Knight, 310 Laird Avenue, Amherstburg, Ontario</td> <td>- 7,200</td> </tr> <tr> <td>Traders Finance Corp. Ltd., 625 Church St. Toronto, Ontario</td> <td>- 650</td> </tr> <tr> <td>Mabel Dunston - c/o National Trust Co. 20 King St. E., Toronto, Ontario</td> <td>- 200</td> </tr> <tr> <td>Charles G. Morris, Bowmanville, Ontario</td> <td>- 200</td> </tr> <tr> <td>Max Isaacs, 2380 St. Louis St. St. Laurent, P. Q.</td> <td>- 200</td> </tr> </table> <p>The Preference Shares registered in the names of Walter L. McGregor, Gordon J. Knight and Traders Finance Corp., Ltd. are beneficially owned. The Company assumes that the shares held in the names of the remaining Preference Shareholders are beneficially owned, but cannot be certain that this is so.</p> <p>The five largest holders of Common Shares are:</p> <table> <tr> <td>Bache & Co., 360 Bay St., Toronto, Ontario</td> <td>- 65,850</td> </tr> <tr> <td>Traders Finance Corporation Ltd. 625 Church St., Toronto, Ontario</td> <td>- 54,457</td> </tr> <tr> <td>Forget & Forget, 51 St. James St. W. Montreal, P. Q.</td> <td>- 11,950</td> </tr> <tr> <td>Thomson, Kernaghan & Co. Limited 365 Bay St., Toronto, Ontario</td> <td>- 11,750</td> </tr> <tr> <td>Walwyn, Stodgell & Co. Ltd. 7 King St. E., Toronto, Ontario</td> <td>- 7,415</td> </tr> </table> <p>The common shares registered in the name of Traders Finance Corporation Ltd. are beneficially owned. The Company is unaware of the beneficial owners of the other shares.</p>	Walter L. McGregor, 1177 Devonshire Rd., Windsor, Ontario	- 12,195	Gordon J. Knight, 310 Laird Avenue, Amherstburg, Ontario	- 7,200	Traders Finance Corp. Ltd., 625 Church St. Toronto, Ontario	- 650	Mabel Dunston - c/o National Trust Co. 20 King St. E., Toronto, Ontario	- 200	Charles G. Morris, Bowmanville, Ontario	- 200	Max Isaacs, 2380 St. Louis St. St. Laurent, P. Q.	- 200	Bache & Co., 360 Bay St., Toronto, Ontario	- 65,850	Traders Finance Corporation Ltd. 625 Church St., Toronto, Ontario	- 54,457	Forget & Forget, 51 St. James St. W. Montreal, P. Q.	- 11,950	Thomson, Kernaghan & Co. Limited 365 Bay St., Toronto, Ontario	- 11,750	Walwyn, Stodgell & Co. Ltd. 7 King St. E., Toronto, Ontario	- 7,415
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FINANCIAL STATEMENTS

S. K. D. MANUFACTURING CO., LIMITED
INTERIM BALANCE SHEET AT DECEMBER 31, 1963

ASSETS		LIABILITIES AND CAPITAL	
CURRENT ASSETS:		CURRENT LIABILITIES:	
Cash	\$ 32,235	Bank loans and overdraft	\$ 411,685
Accounts Receivable	792,944	Accounts Payable-Trade	298,705
Inventories		Sundry liabilities	50,765
Raw Materials	\$ 462,780	Container liability	172,601
Work in Process	187,812	Estimated liability for income taxes	56,374
Finished Goods	102,441	Current portion mortgage	7,371
Supplies, Deposits, etc.	15,955	Current portion I/T debt	35,045
	768,988		\$1,032,546
*Less Inventory Allowances	2,282		
	\$1,591,882	LONG TERM DEBT:	
Investments in other companies	8,000	Mortgage Payable	173,507
		5 ¹ / ₄ % F.M. Bonds, Due Dec. 1, 1975	422,000
		5 ³ / ₈ % G.M. Bonds, Due Dec. 1, 1980	282,000
		6% Debentures, Due Dec. 1, 1985	131,000
			\$1,008,507
FIXED ASSETS:		Less Current Portion I/T Debt	50,245
Land	15,800		\$ 958,262
Buildings	538,968		257,000
Machinery & Equipment	1,675,207	Deferred Income Tax Liability	
Office Equipment	43,235		
Automobiles & Plant Equipment	51,233	CAPITAL STOCK:	
Uncompleted Projects	21,718	6% First Preference Shares \$10. p.v.	241,800
	2,346,161	6 ¹ / ₂ % Second Preference Shares \$20. p.v.	152,260
Less Accumulated Depreciation	1,046,499	Common Shares, N.P.V.	121,460
	\$2,299,662		\$ 515,520
OTHER ASSETS:	\$2,899,544	SURPLUS:	
Sinking Fund Cash	2,008	Contributed Surplus	\$ 16,831
Unamortized Bond Discount	32,380	Sinking Fund Reserve	14,993
Goodwill	9,000	Earned Surplus - Bal.	97,018
	\$2,942,932	Net Profit to Date	56,768
			\$ 185,610
*Allowance for Estimated Steel Shortages	\$ 1,500	Less Dividends Paid	6,006
Allowance for Estimated Tool & Die Losses	782		179,604
	\$ 2,282		\$2,942,932

Donald Macgill
DIRECTOR
G. C. J.
DIRECTOR
Amherstburg, Ontario
February 17, 1964

S. K. D. MANUFACTURING CO., LIMITED

INTERIM SOURCE AND APPLICATION OF FUNDS STATEMENT
FOR THE THREE MONTHS ENDED DECEMBER 31st, 1963

SOURCE OF FUNDS:

Net Profit	\$ 56,768	
Depreciation Charged	46,577	
Bond Discount Amortized	1,050	
Net Fixed Assets Sold	<u>3,257</u>	\$ 107,652

APPLICATION OF FUNDS:

Purchases - Uncompleted Projects	\$ 21,718	
Machinery & Equipment	21,119	
Office Equipment	250	
Automobiles & Plant Vehicles	198	
Building Additions	2,918	
Dividends Paid	6,006	
Transfer of L/T Debt Due within One Year	<u>6,000</u>	58,209
Net Increase or (Decrease) In Funds		<u><u>\$ 49,443</u></u>

Signed on behalf of the Board by:

W. L. McGregor *W. L. McGregor* Director

Gordon J. Knight *Gordon J. Knight* Director

Amherstburg, Ontario
February 17, 1964

S.K.D. Manufacturing Co., Ltd.

MAKERS OF FINE QUALITY STAMPINGS, ASSEMBLIES, TOOLS AND DIES

736-2141

AMHERSTBURG, ONTARIO

February 17, 1964

The Toronto Stock Exchange,
234 Bay Street,
TORONTO, Ontario.

Dear Sirs:

We hereby certify that there has been no material change in the affairs of the Company since the date of the interim Balance Sheet, December 31st, 1963.

Yours very truly,

S. K. D. MANUFACTURING CO., LIMITED

Gordon Knight
DIRECTOR

G. H. Bryan
DIRECTOR

16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	Walter L. McGregor and Gordon J. Knight own sufficient Preference Shares if voted together to materially affect control of the Company.		
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	Consolidated Glass Industries Ltd. 428 shares 6% Preferred and 856 Shares Common	<u>Cost</u> \$32,688.	<u>Estimated Market Value</u> \$ 6,000.
	National Hees Industries Ltd. 250 shares 6% First Preferred 1963 Series	8,396.	1,000.
	Universal Cooler Co. Ltd. 3750 Shares "B" Preferred 750 Shares Common	27,938. \$69,022.	No Bid \$ 7,000.
18. Brief statement of any lawsuits pending or in process against company or its properties.	There are no lawsuits pending or in process against the Company or its properties.		
19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	None		
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	None. The shares of the Company are not in the course of primary distribution to the public.		

CERTIFICATE OF THE COMPANY

DATED February 17, 1964

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

G. J. Knight

W. L. McGregor

S. K. D. MANUFACTURING CO., LIMITED
CORPORATE SEAL
President
Vice-President

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

AR83

TORONTO STOCK EXCHANGE

AMENDING FILING STATEMENT No. 92.
FILED, OCTOBER 4th. 1962.

S. K. D. MANUFACTURING CO., LIMITED

Full corporate name of Company

AMENDING FILING STATEMENT

To be read in conjunction with Filing Statement No. 778 dated June 28, 1962.

NOV 13 1962

Previous Filing Statement No. 778 is amended as follows -

Brief statement of the material change in the affairs of the company in respect of which this amending filing statement is filed.	(a) Change in Directors and Officers. (b) Change in Shareholders materially affecting control. (c) Cancellation of share option to President and General Manager. (d) Termination of Escrow Agreement between Messrs. Knight and Dennison. (e) Cancellation employment contract of M. Isaacs.
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	<p>Vice-President - The appointment of Max Isaacs terminated on August 23rd, 1962. Walter L. McGregor, 1177 Devonshire Road, Windsor, Ontario, Barrister & Solicitor, was appointed to fill the vacancy.</p> <p>Director - Dr. Stephen P. Rety, resigned August 1st, 1962.</p> <p>Director - D. Allan Roberts, Secretary-Treasurer, appointed August 23rd, 1962 - resigned September 21st, 1962.</p> <p>Director - John C. Stodgell, 44 Lawrence Crescent, Toronto, Ontario - Investment Dealer, Walwyn, Stodgell & Co. Ltd., appointed September 21st, 1962.</p> <p>Officers and Directors at September 28th, 1962:-</p> <p>President & Director & General Manager - Gordon J. Knight, 310 Laird Avenue, Amherstburg, Ontario.</p> <p>Vice-President & Director - Walter L. McGregor, 1177 Devonshire Road, Windsor, Ontario.</p> <p>Secretary-Treasurer - D. Allan Roberts, 109 Dalhousie St., Amherstburg, Ontario.</p> <p>Director - J. Arthur Dupont, 771 Laird Blvd., Mount Royal, P.Q.</p> <p>Director - John C. Stodgell, 44 Lawrence Crescent, Toronto, Ont.</p> <p>Director - Max Isaacs, 2380 St. Louis, St. Laurent, Quebec.</p>
4. Share capitalization showing authorized and issued and outstanding capital.	6% Cumulative Sinking Fund First Preference Shares - par value \$10.00 each, carrying 25 votes per share, redeemable @ \$10.50 - authorized 50,000; issued 23,600 - 6 1/4% Cumulative Participating-Second Preference Shares - par value \$20.00 each, redeemable @ \$21.00 - authorized 8,184, issued 7,613.
5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.	5 1/2% General Mortgage Sinking Fund Bonds Due December 1, 1980 - Authorized \$500,000.00 originally issued \$350,000.00. Now outstanding \$293,500.00.
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	Stock purchase option agreement between Gordon J. Knight and the S. K. D. Manufacturing Co., Limited was cancelled August 23, 1962.
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	The agreement dated February 22, 1960 between Gordon J. Knight and G. Eric Dennison to give each other a first right of refusal on the purchase of designated First Preference Shares terminated upon the sale by G. Eric Dennison of his 12,010 First Preference Shares, August 20, 1962.
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	None

S.K.D. Manufacturing Co., Ltd.

MAKERS OF FINE QUALITY STAMPINGS, ASSEMBLIES, TOOLS AND DIES

TEL. 519-736-2141

AMHERSTBURG, ONTARIO

April 27, 1964

Toronto Stock Exchange
234 Bay Street
TORONTO, Ontario

Dear Sirs:

We hereby certify that there has been no material change in the affairs of the Company since the date of the interim Balance Sheet, December 31st, 1963.

Yours very truly

S. K. D. MANUFACTURING CO., LIMITED

Gordon Knight
Director

B. C. Ryan
Director

GJK:bb

S. K. D. MANUFACTURING CO., LIMITED

INTERIM SOURCE AND APPLICATION OF FUNDS STATEMENT

FOR THE THREE MONTHS ENDED MARCH 31st, 1964

SOURCE OF FUNDS:

Net Profit	\$ 75,818.	
Depreciation Charged	46,579.	
Bond Discount Amortized	910.	
Common Shares Sold	4,968.	
Miscellaneous	940.	\$129,215.

APPLICATION OF FUNDS:

Purchases-Uncompleted Projects	\$133,584.	
-Machinery & Equipment	12,171.	
-Building Addition	711.	
Dividends Paid	6,006.	152,472.
Net Decrease in Funds		\$ 23,257.

Signed on behalf of the Board by:

W. L. McGregor Director
Gordon J. Knight *Gordon Knight* Director

Amherstburg, Ontario
May 15, 1964